



Whatever affects one directly, affects all indirectly.

- Martin Luther King Jr., American Minister

Contact

Call 214.742.3519

Fax 214.748.7949

baddourm@passmanjones.com

Education

J.D., Southern Methodist University, Dedman School of Law, 1977

Editor, Journal of Air Law and Commerce, 1976-1977

B.A., Southern Methodist University, 1974

Profile

Mr. Baddour's practice focuses on representing physicians and other health care providers, lenders, and businesses in transactional, regulatory, financing, and technology development and licensing matters. He also acts as clients' outside general counsel, addressing a variety of operational and regulatory matters. His practice includes:

- Structuring and drafting organizational documents for the formation of entities for businesses, physician practices, investments and other business relationships.
- Negotiating and structuring joint venture arrangements.
- Representing physicians and other health care providers in a variety of transactions and regulatory matters – including joint ventures and other contractual relationships between physician practices and hospitals or other health care companies – physician employment agreements, research contracts, technology licenses and regulatory matters – including HIPAA, Stark and Anti-Kickback – and other federal and state regulatory matters.
- Corporate financing transactions, including private placements of equity and debt securities.
- Representing lenders and borrowers in commercial lending transactions, note offerings and restructures, and workouts of troubled loans.
- Representing sellers and purchasers in mergers and acquisitions.
- Representing tenants in negotiating office and facility leases.
- Acquisition and development of real property, especially for owner-occupied facilities.
- Computer software and technology development and licensing.

Representative Transactions

- Representing a borrower in a \$700 million syndicated multicurrency credit facility.
- Representing lenders in working out and restructuring asset-based loans.
- Representing borrowers in connection with commercial loans and privately placed note financings.

Mitchell Baddour, Jr. | 1

- Representing physician practices in investigating and responding to potential breaches of patient information.
- Representing physician practices in joint ventures with hospitals and other health care providers regarding the development and operation of health care facilities, laboratories and other health care services.
- Representing physician practices in a variety of transactions, including leasing transactions for facilities and offices, equipment leases, negotiations with accountable care organizations, vendor agreements, software and technology licenses, research agreements, and agreements with practice management companies.
- Representing purchasers and sellers in the acquisitions or sales of businesses and physician practices.
- Structuring and organizing corporations, limited partnerships, limited liability companies, professional associations and other entities to operate various businesses or for investment purposes, including physician practices and ancillary service companies, a real estate service company, a physician practice services company, software and technology services companies, and real estate investment partnerships.
- Private offerings for companies seeking initial or subsequent capital.
- Representing businesses in real property transactions, including office and facility leases for tenants, acquisitions of land for future development, acquisitions of office buildings and facilities primarily for use by the purchasers, and purchases of farmland and ranchland for operation, recreation or investment.
- Representing founders in structuring and organizing a technology company and in negotiations with venture capital companies for early-stage financing.
- Structuring and drafting executive compensation plans, including stock option plans, stock appreciation rights plans and deferred compensation plans.
- Assisting clients with the protection of intellectual property, including preparation of confidentiality agreements and other contracts and policies for trade secret protection.